

081022000 289

DOWN
OCT# 20

CERTIFICATE OF INCORPORATION

OF

HORIZON CLIENT ACCESS, INC.

Under Section 402 of the Business Corporation Law
of the State of New York

FIRST: The name of the Corporation (hereinafter referred to as the Corporation) shall be Horizon Client Access, Inc.

SECOND: The corporation is formed to engage in any lawful act or activity for which a corporation may be organized under the Business Corporation Law, provided that it is not formed to engage in any act or activity requiring consent or approval of any state official, department, board, agency or other body without such consent or approval first being obtained.

THIRD: The county, within this state, in which the office of the corporation is to be located in New York County.

FOURTH: The total number of shares which the corporation shall have authority to issue is 100 shares with a par value of \$0.0001 per share.

FIFTH: The Secretary of State is designated as the agent of the Corporation upon whom process against the Corporation may be served. The address to which the Secretary of State shall mail a copy of any process accepted on behalf of the corporation is: c/o Alexander Zaslavsky, 254 Park Avenue South, Ste. 7-E, New York, NY 10010.

SIXTH: No director of the Corporation shall be personally liable to the Corporation or its shareholders for damages for any breach of duty in such capacity, provided that nothing contained in this Article shall eliminate or limit the liability of any director if a judgment or final adjudication adverse to him establishes that his acts or omissions were in bad faith or involved intentional misconduct or a knowing violation of law or that he personally gained in fact a financial profit or other advantage to which he was not legally entitled or that his acts violated Section 719 of the New York Business Corporation Law.

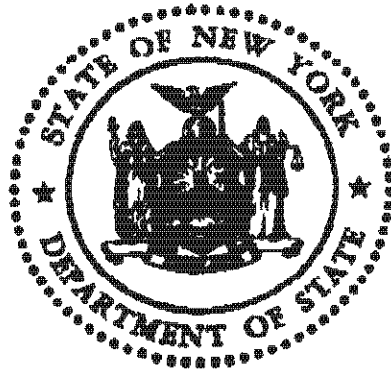
1

State of New York)
Department of State) ss:

I hereby certify that the annexed copy has been compared with the original document filed by the Department of State and that the same is a true copy of said original.

Witness my hand and seal of the Department of State on

October 23, 2003



A handwritten signature in dark ink, appearing to read "R. A. D.", is written over the printed title.

Secretary of State

DOS-200 (Rev. 03/02)

RESOLUTIONS ADOPTED BY INCORPORATOR

OF

Horizon Client Access, Inc.

The undersigned, being the sole Incorporator of the corporation hereby adopts the following resolutions:

(1) RESOLVED, that a copy of the Certificate of Incorporation of the Corporation, together with the original receipt showing payment of the statutory organization tax and filing fee, be inserted in the Minute Book of the Corporation.

(2) RESOLVED, that the form First By-Laws submitted to the meeting be, and the same hereby are, adopted as and for the By-Laws of the Corporation, and that a copy thereof be placed in the Minute Book of the Corporation, directly following the Certificate of Incorporation.

(3) RESOLVED, that the following person be, and hereby is, elected as Director of the Corporation, to serve until the first annual meeting of the shareholders, and until their successor(s) is/are elected and qualify:

Joseph Goldberg
Alexander Zaslavsky

Dated: October 24, 2003



Angela Fletcher, Sole Incorporator

N. Y. S. DEPARTMENT OF STATE
DIVISION OF CORPORATIONS AND STATE RECORDS

ALBANY, NY 12231-0001

FILING RECEIPT

ENTITY NAME: HORIZON CLIENT ACCESS, INC.

DOCUMENT TYPE: INCORPORATION (DOM. BUSINESS)

COUNTY: NEWY

SERVICE COMPANY: DELANEY CORPORATE SERVICES LTD.

SERVICE CODE: 30 *

FILED:10/22/2003 DURATION:PERPETUAL CASH#:031022000405 FILM #:031022000389

ADDRESS FOR PROCESS

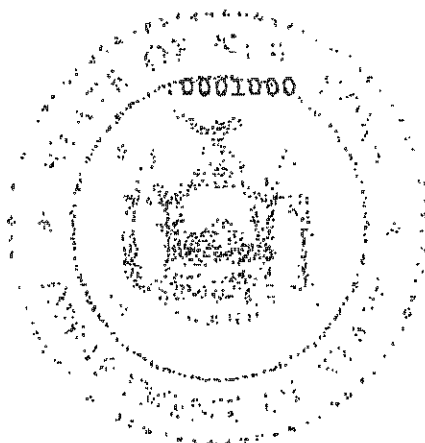
EXIST DATE

C/O ALEXANDER ZASLAVSKY
SUITE 7-E
NEW YORK, NY 10010

254 PARK AVENUE SOUTH
10/22/2003

REGISTERED AGENT

STOCK: 100 PV



FILER	FEES	PAYMENTS
BRIDGE SERVICE CORP.	170.00	170.00
277 BROADWAY, SUITE 510		
NEW YORK, NY 10007-2001		
	FILING 125.00	CASH 0.00
	TAX 10.00	CHECK 0.00
	CERT 0.00	CHARGE 0.00
	COPIES 10.00	DRAWDOWN 170.00
	HANDLING 25.00	BILLED 0.00
		REFUND 0.00

DOS-1025 (11/89)

TOTAL P.03